

WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

KELLER & BENVENUTTI LLP
Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: 415 496 6723
Fax: 650 636 9251

Attorneys for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

CRAVATH, SWAINE & MOORE LLP
Paul H. Zumbro (*pro hac vice*)
(pzumbro@cravath.com)
Kevin J. Orsini (*pro hac vice*)
(korsini@cravath.com)
Omid H. Nasab (*pro hac vice*)
(onasab@cravath.com)
825 Eighth Avenue
New York, NY 10019
Tel: 212 474 1000
Fax: 212 474 3700

Case No. 19-30088 (DM)
Chapter 11
(Lead Case) (Jointly Administered)

**NOTICE OF FILING OF REVISED
PROPOSED ORDER APPROVING
SUBROGATION SETTLEMENT AND
RSA MOTION**

[Relates to Dkt. Nos. 3992, 4339]

Date: October 23, 2019
Time: 10:00 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 **PLEASE TAKE NOTICE** that on January 29, 2019, PG&E Corporation and Pacific Gas and
2 Electric Company, as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-
3 captioned chapter 11 cases, each filed a voluntary petition for relief under chapter 11 of title 11 of the
United States Code with the United States Bankruptcy Court for the Northern District of California (San
Francisco Division) (the “**Bankruptcy Court**”).

4 **PLEASE TAKE FURTHER NOTICE** that on September 24, 2019, the Debtors filed the
5 *Debtors’ Motion Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6004 and 9019 for*
6 *Entry of an Order (i) Authorizing the Debtors to Enter into Restructuring Support Agreement with the*
7 *Consenting Subrogation Claimholders, (ii) Approving the Terms of Settlement with Such Consenting*
8 *Subrogation Claimholders, including the Allowed Subrogation Claim Amount, and (iii) Granting*
9 *Related Relief*, dated September 24, 2019 [Docket No. 3992] (the “**Motion**”). A hearing on the Motion
is scheduled to be held on **October 23, 2019, at 10:00 a.m. (Pacific Time)** (the “**Omnibus Hearing**”)
at the Bankruptcy Court in the courtroom of the Honorable Dennis Montali, United States Bankruptcy
Judge, Courtroom 17, 16th Floor, 450 Golden Gate Avenue, San Francisco, California 94102.

10 **PLEASE TAKE FURTHER NOTICE** that a proposed form of order with respect to the relief
11 sought therein was attached as Exhibit B to the Motion (the “**Original Proposed Order**”).

12 **PLEASE TAKE FURTHER NOTICE** that, attached hereto as **Exhibit 1-1** and **Exhibit 1-2**,
13 respectively, are copies of the Debtors’ revised proposed order on the Motion (the “**Revised Proposed**
14 **Order**”) and a redline comparison of the Revised Proposed Order against the Original Proposed Order.

15 **PLEASE TAKE FURTHER NOTICE** that the Debtors reserve the right to further amend,
16 modify, or supplement the proposed order on the Motion at any time up to and during the Omnibus
Hearing.

17 **PLEASE TAKE FURTHER NOTICE** that copies of the pleadings and other documents
18 identified herein can be viewed and/or obtained: (i) by accessing the Bankruptcy Court’s website at
19 <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450 Golden Gate
20 Avenue, San Francisco, CA 94102, or (iii) from the Debtors’ notice and claims agent, Prime Clerk LLC,
at <https://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for U.S.-based
parties; or +1 (929) 333-8977 for International parties or by e-mail at: pgeinfo@primeclerk.com. Note
that a PACER password is needed to access documents on the Bankruptcy Court’s website.

21 Dated: October 22, 2019

WEIL, GOTSHAL & MANGES LLP
CRAVATH, SWAINE & MOORE LLP
KELLER & BENVENUTTI LLP

23 /s/ Thomas B. Rupp

24 Thomas B. Rupp

25 *Attorneys for Debtors and Debtors in Possession*